

DEC 19 2013

SECRETARY, BOARD OF
OIL, GAS & MINING

**BEFORE THE BOARD OF OIL, GAS AND MINING
DEPARTMENT OF NATURAL RESOURCES
STATE OF UTAH**

**IN THE MATTER OF THE AMENDED
REQUEST FOR AGENCY ACTION OF
WHITING OIL AND GAS
CORPORATION FOR AN ORDER
ESTABLISHING SPECIAL 1,280-ACRE
(OR FUNCTIONAL EQUIVALENT)
DRILLING UNITS ON A PILOT BASIS
FOR THE PRODUCTION OF OIL, GAS,
AND ASSOCIATED HYDROCARBONS
FOR THE MOENKOPI FORMATION
IN SECTIONS 19 AND 20 AND
SECTIONS 27 AND 28 OF TOWNSHIP
15 SOUTH, RANGE 11 EAST, S.L.M., IN
THE WELLINGTON FLATS AREA OF
CARBON COUNTY, UTAH, AND THE
DRILLING OF ONE WELL ON EACH
SUCH DRILLING UNIT SO
ESTABLISHED.**

**FINDINGS OF FACT,
CONCLUSIONS OF LAW,
AND ORDER**

Docket No. 2013-023

Cause No. 280-02

This cause came on regularly for hearing before the Board of Oil, Gas and Mining (the **“Board”**) on Wednesday, September 25, 2013, at 9:00 a.m., in the Cedar City Council Meeting Room at 10 North Main Street in Cedar City, Utah.

The following Board members present and participating in the hearing were: Chairman Ruland J. Gill, Chris D. Hansen, Carl F. Kendell, and Susan S. Davis.

Phillip Wm. Lear of Lear & Lear L.L.P. appeared on behalf of Whiting Oil and Gas Corporation (**“Whiting”**), and Scott McDaniel, Dalton L. Rasmussen, and Ralph L. Nelms appeared as witnesses for Whiting.

Michael S. Johnson, Assistant Attorney General, represented the Board; and Steven F.

Alder, Assistant Attorney General, represented the Division of Oil, Gas and Mining (the “**Division**”). Dustin Doucet, petroleum engineer, of the Division participated in the hearing.

NOW THEREFORE, the Board, having fully considered the testimony adduced and the exhibits received at the hearing, and being fully advised in the premises, unanimously makes and enters its Findings of Fact, Conclusions of Law, and Order, as follows:

1. The Board mailed notice of the hearing to interested parties on August 30, 2013, and caused notice to be published in the *Deseret Morning News* and in *The Salt Lake Tribune*, newspapers of general circulation in Salt Lake City and County Utah, on August 11, 2013, and in the *Sun Advocate* and in the *Emery County Progress*, newspapers of general circulation in Carbon and Emery Counties, Utah, respectively, on August 13, 2013.

2. Whiting mailed photocopies of the Request for Agency Action (sometimes hereinafter “**Request**”), as amended, to the last known address of all persons having legally protected interests in the subject matter of this hearing by certified mail, return receipt requested, on July 25, 2013.

3. Whiting is a Delaware corporation in good standing, having its principal place of business in Denver, Colorado. Whiting is licensed to do business, and is doing business, in the State of Utah.

4. Whiting is bonded with all federal and State of Utah agencies to operate wells and does operate vertical and horizontal wells in the Wellington Flats area of Carbon County, Utah.

5. Whiting owns leasehold working interests and operating rights in the lands and productive interval that are the subject matter of its Request.

6. The lands sought to be spaced as special drilling units on a pilot basis are situated in Carbon County, Utah, and are more particularly described, as follows:

TOWNSHIP 15 SOUTH, RANGE 11 EAST, S.L.M.

Section 19 & 20: All

Section 27 & 28: All

(comprising 2,560 acres, more or less)

(hereinafter sometimes collectively the “**Subject Lands**”).

7. The Subject Lands comprise State of Utah, private, and federal lands.

8. The interval to be spaced is the Moenkopi formation, more particularly defined as:

The stratigraphic equivalent of the interval from 4,090 feet MD down to 5,156 feet MD as shown in the Gamma Ray Log of the Skyline-Spjut #16-1 Well located in the NE $\frac{1}{4}$ NW $\frac{1}{4}$ of Section 16, Township 16 South, Range 11 East, S.L.M.

(hereinafter sometimes “**Spaced Interval**”), an easily-identifiable stratigraphic sandstone horizon in the San Rafael Swell area of Carbon County.

9. The Subject Lands and Spaced Interval are not spaced by Board order and are currently governed by the Board’s general state-wide rules for horizontal wells

10. Whiting seeks special drilling units on a pilot basis to determine the proper drilling, completion, and producing techniques in order to formulate and execute a drilling program for economically exploring, developing, and producing the Moenkopi formation in the Wellington Flats area for itself or its successor operators.

11. Whiting drilled its Wellington Flats #15-11-18E Well in the N $\frac{1}{2}$ N $\frac{1}{2}$ of Section 18 adjoining the proposed special drilling unit for Sections 19 and 20 of the Subject Lands as a

horizontal well to test the Moenkopi formation in those lands. The well has a lateral leg of 4,000 feet drilled in a west to east direction. Said well is borderline economic and is currently shut-in pending further drilling on the Subject Lands.

12. Geologic and engineering data obtained from the Wellington Flats #15-11-18E horizontal well, Whiting's vertical wells drilled in the Wellington Flats Area, and other wells, including horizontal wells drilled by others in the Grassy Point Area adduced at the hearing demonstrate that:

a. The Moenkopi is oil-saturated sandstone continuous across Subject Lands and the surrounding area.

b. Whiting would be able to test the same or greater geographical area in the Spaced Interval in each of the two Special Drilling Unit with one well that otherwise would require a total of two wells drilled on 640-acre well location and siting patterns under the Board's current state-wide spacing rules for horizontal wells.

c. Drilling horizontal wells to the Spaced Interval on the Subject Lands under the Board's state-wide temporary spacing at this time and with the data available are border-line economic.

d. The primary and substantial cost of drilling a horizontal well is associated with turning the wellbore from the vertical to the horizontal and extending the lateral wellbore an additional distance to cover two 640-acre or substantial equivalent governmental survey sections is an incremental cost.

e. An 8,000-foot long horizontal lateral Moenkopi well drilled in a west to east direction in the Spaced Interval on the special drilling units for the Subject Lands

will most efficiently intercept the existing fracture orientations and will most economically test or drain the productive formation.

13. The spacing pattern for the Spaced Interval in the Subject Lands should place the surface hole and/or intermediate casing shoe (heel) locations in the NW $\frac{1}{4}$ NW $\frac{1}{4}$ of said Sections 19 and 28 and the productive casing shoe (horizontal lateral toe or terminus) location in the NE $\frac{1}{4}$ NE $\frac{1}{4}$ of said Section 20 and 27, respectively.

14. One well should be authorized to produce from the Spaced Interval in each special drilling unit for the Subject Lands.

15. No portion of producing lateral in the permitted well should be closer than 660 feet from the north drilling unit boundary and the intermediate casing shoe (horizontal lateral heel) and the productive casing shoe (horizontal lateral toe or terminus) locations shall be no closer than the 660 feet from the west and east unit boundaries, respectively. Further, no portion of the producing lateral shall be closer than 1,320 feet to any vertical or horizontal well drilled to and producing from the same formation.

16. 1,280-acre laydown, well-location and siting patterns for the Spaced Interval in the special drilling units will more economically recover oil, gas, and associated hydrocarbons from the Spaced Interval and will promote the public interest, prevent waste, protect correlative rights of all owners, and avoid the drilling of unnecessary wells.

CONCLUSIONS OF LAW

1. The Board has jurisdiction of the parties and of the subject matter of the Request for Agency Action pursuant to Chapter 6 of Title 40 of the *Utah Code Annotated*.

2. The Board gave due and regular notice of the time, place, and purpose of the hearing to all interested parties as required by law and by the rules and regulations of the Board.

3. Whiting properly served all owners entitled to notice of spacing modifications in the Petition Area by mailing copies of the Request to those owners having legally protected interests or by obtaining a waiver of such notice.

4. The Subject Lands are currently governed by the Board's state-wide spacing rules for horizontal wells as set forth in the Utah Administrative Code R649-3-2.3 through -3.2.9 (2013), authorizing one well to be drilled for production within a "temporary drilling unit" comprising a 640-acre public land survey section (or functional equivalents) with a horizontal interval tolerance of 1,320 feet from any vertical well and a setback for the horizontal lateral of 660 feet from any section line.

5. The Spaced Interval (Moenkopi formation) underlying the Subject Lands constitutes a "common source of supply" as defined in Utah Code Annotation § 40-6-5(3)(b) and 40-6-6.

6. 1,280-acre laydown special drilling units are not smaller than the maximum area that can be efficiently and economically drained by one well producing from the Spaced Interval.

7. The 1,280-acre laydown special drilling units are of a uniform size and shape across the Subject Lands.

8. Whiting has sustained its burden of proof, demonstrated good cause, and satisfied all legal requirements for granting its Request.

9. Creation of the two 1,280-acre laydown special drilling units for the Spaced Interval production on a pilot basis and with the provisos identified in Findings of Fact Nos. 12 through 14, above, is fair, reasonable, and justified under the circumstances.

10. An order establishing 1,280 laydown special drilling units for the production of oil, gas, and associated hydrocarbons from the Spaced Interval in the Subject Lands will promote the public interest, prevent waste, protect correlative rights of all owners, avoid the drilling of unnecessary wells, and promote the greatest recovery of oil, gas, and associated hydrocarbons from said lands and interval

ORDER

IT IS THEREFORE ORDERED that in order to promote the public interest; to prevent physical waste of oil, gas, and associated hydrocarbons; to protect the correlative rights of all owners; and to avoid the drilling of unnecessary wells:

A. Whiting's Request, as orally amended and modified and conformed to the evidence at the hearings, is granted.

B. Special drilling units are hereby established on a pilot basis for the Moenkopi formation, the Spaced Interval in the Subject Lands, to allow Whiting to determine the optimum completion techniques and economic drainage area size that prevents waste, ensures protection of correlative rights in offset lease boundary wells, and avoids the drilling of unnecessary wells.

C. The special drilling units shall be 1,280 acres comprising two, laydown public lands survey sections or equivalent combination of lands and lots for the lands and interval so spaced.

D. One horizontal well is permitted in each of the special drilling units.

E. The permitted well location shall be in the NW $\frac{1}{4}$ NW $\frac{1}{4}$ of said Sections 19 and 28 and the bottom hole location shall be in the NE $\frac{1}{4}$ NE $\frac{1}{4}$ of said Section 20 and 27 of the Subject Lands, respectively, such that surface hole and/or intermediate casing shoe (heel) and the productive casing shoe (horizontal lateral toe) shall conform to the setback requirements established in this Order.

F. No portion of producing lateral in the permitted well should be closer than 660 feet from the north drilling unit boundary and the intermediate casing shoe (horizontal lateral heel) and the productive casing shoe (horizontal lateral toe or terminus) locations shall be no closer than the 660 feet from the west and east unit boundaries, respectively. Further, no portion of the producing lateral shall be closer than 1,320 feet to any vertical or horizontal well drilled to and producing from the same formation. Should Whiting obtain evidence through the drilling of a well authorized under this order that a setback distance of less than 660 feet from drilling unit boundaries is justified and necessary to prevent waste, it may petition the Board for a modification of this order's setback distances in order to further increase the length of the permitted lateral in any future well.

G. Within a reasonable time after analysis of the pilot program results, but in any event, not more than 13 months after entry of the Order, Whiting (or its successor operator) shall report back to the Board on the available results of the program and may, upon the completion of its drilling program, seek modification of this Order as appropriate and supported by additional science. This reporting requirement may be met by filing a written report with the Division and Board and may require an oral report at the discretion of the Board. In addition to addressing

any aspects of the pilot program results the operator deems relevant, the written report should address:

- a. the appropriateness of the size of the 1,280-acre drilling units specified herein;
- b. the appropriateness of the definition of the spaced interval set forth herein, whether information obtained through development has better defined the productive interval drained by the horizontal wells authorized in this Order, and whether a more limited description of the produced interval would lead to clarity should future infill horizontal wells be allowed either vertically or horizontally from the wells authorized herein;
- c. the appropriateness of the density (one well per drilling unit) authorized herein, and whether any infill wells are needed;
- d. the appropriateness of the drilling unit boundary setbacks specified herein, as affected by fracture distances and orientation and observed drainage behavior (including the drainage distance beyond the terminus of the fractures);
- e. the appropriateness of the inter-well distances specified herein in terms of both maximizing production and preserving the option of future secondary or tertiary recovery operations;
- f. if the surface location or any part of the non-productive wellbore of any well drilled under this Order is located outside of the drilling unit, information concerning how the appropriate surface and subsurface authorizations were obtained from neighboring owners. The Board is considering the possibility of rulemaking

pertaining to notice to off-unit owners in these circumstances and would like a report on how the obtaining of necessary authorizations is handled under these circumstances;

g. any input Whiting (or its successor operator) may have concerning how the Board's operating rules as they pertain to horizontal wells might be updated and improved. Given the increase in horizontal well drilling activity in the state, the Board is presently reviewing the horizontal well drilling regulations of other states and is considering the possibility of rulemaking to bring the present horizontal drilling rules more in line with modern practices; and

h. any additional input Whiting (or its successor operator) may have concerning the prevention of waste, maximization of production and the protection of correlative rights in connection with horizontal drilling matters so that future Board orders and Division oversight might be enhanced, expedited and made more efficient.

H. The Board has considered and decided this matter as a formal adjudication, pursuant to the Utah Administrative Procedures Act, Utah Code Ann. §§ 63G-4-204 through -207, and of the Rules of Practice and Procedure before the Board of Oil, Gas and Mining, Utah Admin. Code R641 (2013).

I. These Findings of Fact, Conclusions of Law, and Order ("**Order**") are based exclusively upon evidence of record in this proceeding or on facts officially noted, and constitutes the signed written order stating the Board's decision and the reasons for the decision, as required by the Utah Administrative Procedures Act, Utah Code Ann. § 63G-4-208 (2011), and the Rules of Practice and Procedure before the Board of Oil, Gas and Mining, Utah Admin. Code R641-109 (2013) and constitutes a final agency action as defined in the Utah

Administrative Procedures Act and Board rules.

J. Notice of Right of Judicial Review by the Supreme Court of the State of Utah. The Board hereby notifies all parties to this proceeding that they have the right to seek judicial review of this Order by filing an appeal with the Supreme Court of the State of Utah within 30 days after the date this Order is issued. Utah Code Ann. § 63G-4-208(1)(f) & -4-301(1)(a) (2011).

K. Notice of Right to Petition for Reconsideration. As an alternative, but not as a prerequisite to judicial review, the Board hereby notifies all parties to this proceeding that they may apply for reconsideration of this Order. Utah Code Ann. § 63G-4-208(1)(e). The Utah Administrative Procedures Act provides:

(1) (a) Within 20 days after the date that an order is issued for which review by the agency or by a superior agency under Section 63G-4-301 is unavailable, and if the order would otherwise constitute final agency action, any party may file a written request for reconsideration with the agency, stating the specific grounds upon which relief is requested.

(b) Unless otherwise provided by statute, the filing of the request is not a prerequisite for seeking judicial review of the order.

(2) The request for reconsideration shall be filed with the agency and one copy shall be sent by mail to each party by the person making the request.

(3)(a) The agency head, or a person designated for that purpose, shall issue a written order granting the request or denying the request.

(b) If the agency head or the person designated for that purpose does not issue an order within 20 days after the filing of the request, the request for reconsideration shall be considered to be denied.

Utah Code Ann. § 63G-4-302 (2011).

The Rules of Practice and Procedure before the Board of Oil, Gas and Mining entitled

“Rehearing and Modification of Existing Orders” state:

Any person affected by a final order or decision of the Board may file a petition for rehearing. Unless otherwise provided, a petition for rehearing must be filed no later than the 10th day of the month following the date of signing of the final order or decision for which the rehearing is sought. A copy of such petition will be served on each other party to the proceeding no later than the 15th day of that month.

Utah Admin. Code R641-110-100 (2013).

The Board hereby rules that, should there be any conflict between the deadlines provided in the Utah Administrative Procedures Act and the Rules of Practice and Procedure before the Board of Oil, Gas and Mining, the later of the two deadlines shall be available to any party moving to rehear this matter. If the Board later denies a timely petition for rehearing, the aggrieved party may seek judicial review of the order by perfecting an appeal with the Utah Supreme Court within 30 days thereafter.

L. The Board retains exclusive and continuing jurisdiction of all matters covered by this Order and of all parties affected thereby; and specifically, the Board retains and reserves exclusive and continuing jurisdiction to make further orders as appropriate and authorized by statute and applicable regulations.

M. The Chairman’s signature on a facsimile copy of this Order shall be deemed the equivalent of a signed original for all purposes.

ENTERED this 19th day of December, 2013.

STATE OF UTAH
BOARD OF OIL, GAS AND MINING



Ruland J. Gill, Chairman

CERTIFICATE OF SERVICE

I hereby certify that I caused a true and correct copy of the foregoing **FINDINGS OF FACT, CONCLUSIONS OF LAW, AND ORDER** for Docket No. 2013-023, Cause No. 280-02 to be mailed by Email or via First Class Mail with postage prepaid, this 19th day of December, 2013, to the following:

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